



## Sime Darby Berhad

(Company No. 41759-M)

21ST FLOOR, WISMA SIME DARBY, JALAN RAJA LAUT, 50350 KUALA LUMPUR, MALAYSIA.  
TEL: 603-26914122 FAX: 603-26987398

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### LETTER FOR MAINTENANCE OF EXEMPTION

27 February 2004

Securities and Exchange Commission  
Office of International Corporate Finance  
Division of Corporation Finance  
450 Fifth Street, N. W.  
Washington, D.C. 20549  
United States of America

Fax No. 1-202-942-9624 / 9638  
No. of Pages : 4



SUPPL

Dear Sirs

#### SIME DARBY BERHAD : FILE NO. 82-4968

Enclosed is a copy of each of the following documents submitted to you in order to maintain our exemption pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:-

1. public announcement in relation to the redesignation of YM Tunku Tan Sri Dato' Seri Ahmad bin Tunku Yahaya as the Chairman of the Audit Committee of Sime Darby Berhad - released on 26 February 2004.
2. public announcement in relation to the resignation of YBhg Dato' Mohamed Azman bin Yahya as the Chairman of the Audit Committee of Sime Darby Berhad - released on 26 February 2004.
3. public announcement in relation to the appointment of YBhg Datuk Khatijah binti Ahmad as a Member of the Audit Committee of Sime Darby Berhad - released on 26 February 2004.

We also confirm that the Schedule of Information included in our initial submission has not changed.

Yours faithfully  
SIME DARBY BERHAD

NANCY YEOH POH YEW  
Group Secretary

PROCESSED

FEB 27 2004

THOMSON  
FINANCIAL

Encl.

c.c. Ms. Anita Sung  
The Bank of New York

Fax: (212) 571-3050/3052

NZ/mvSC-ADR-Announcement/hd

Incorporated in Malaysia

DIRECTORS: TAN SRI DATO' SERI AHMAD SARJI BIN ABDUL HAMID (CHAIRMAN) • TUNKU TAN SRI DATO' SERI AHMAD YAHAYA (DEPUTY CHAIRMAN)  
TAN SRI NIK MOHAMED YAACOB (GROUP CHIEF EXECUTIVE) • MARTIN GILES MANEN • TAN SRI ABU TALIB BIN OTHMAN • TAN SRI DATUK DR. AHMAD TAJUDDIN ALI • DATO' AZMAN YAHYA  
DR. DAVID LI KWOK PO • DATUK KHATIJAH AHMAD • MICHAEL WONG KUAN LEE • MICHAEL WONG PAKSHONG • RAJA TAN SRI MUHD ALIAS BIN RAJA MUHD ALI

### Change in Audit Committee

Submitted by S DABBY on 26-02-2004 05:39:04 PM

Reference No SD-040226-38245

Submitting Merchant Bank (if applicable)	:	:
Submitting Secretarial Firm Name (if applicable)	:	:
* Company name	:	<b>SIME DARBY BERHAD</b>
* Stock name	:	<b>SIME</b>
* Stock code	:	<b>4197</b>
* Contact person	:	<b>Nancy Yeoh Poh Yew</b>
* Designation	:	<b>Group Secretary</b>
* Date of change	:	<b>24-02-2004</b> <input checked="" type="checkbox"/> <b>16</b>
* Type of change	:	<b>Redesignation</b>
* Previous Position	:	<b>Member of Audit Committee</b>
* New Position	:	<b>Chairman of Audit Committee</b>
* Directorate	:	<input type="radio"/> <b>Executive</b> <input checked="" type="radio"/> <b>Independent &amp; Non Executive</b> <input type="radio"/> <b>Non Independent &amp; Non Executive</b>
* Name	:	<b>Tunku Tan Sri Dato' Seri Ahmad bin Tunku Yahaya</b>
* Age	:	<b>75</b>
* Nationality	:	<b>Malaysian</b>
* Qualifications	:	<b>Not applicable</b>
* Working experience and occupation	:	<b>Not applicable</b>
* Directorship of public companies (if any)	:	<b>Tractors Malaysia Holdings Berhad, Kuala Lumpur City Centre Berhad, Kuala Lumpur City Centre Development Berhad, Kuala Lumpur City Park Berhad</b>
* Family relationship with any director and/or major shareholder of the listed issuer	:	<b>Nil</b>
* Details of any interest in the securities of the listed issuer or its subsidiaries	:	<b>Nil</b>
* Composition of Audit Committee (Name and Directorate of members after change)	:	<b>Tunku Tan Sri Dato' Seri Ahmad bin Tunku Yahaya (Independent &amp; Non Executive)/Chairman Raja Tan Sri Muhammad Alias bin Raja Muhammad Ali (Independent &amp; Non Executive) Michael Wong Kuan Lee (Independent &amp; Non Executive) Tan Sri Datuk Dr. Ahmad Tajuddin bin Ali (Independent &amp; Non Executive) Datuk Khatijah binti Ahmad (Independent &amp; Non Executive)</b>
* Compliance of the Audit Committee with Paragraph 15.10 (1) (c) of the Listing Requirements (after change)	:	<input checked="" type="radio"/> <b>Yes</b> <input type="radio"/> <b>No</b>
Remarks	:	:



Form Version 2.0

### Change in Audit Committee

Submitted by S DARBY on 26-02-2004 06:36:19 PM

Reference No SD-040226-37660

Submitting Merchant Bank (if applicable)	:	
Submitting Secretarial Firm Name (if applicable)	:	
* Company name	:	SIME DARBY BERHAD
* Stock name	:	SIME
* Stock code	:	4197
* Contact person	:	Nancy Yeoh Poh Yew
* Designation	:	Group Secretary
* Date of change	:	24-02-2004 <sup>16</sup>
* Type of change	:	Resignation
* Designation	:	Chairman of Audit Committee
* Directorate	:	<input type="radio"/> Executive <input checked="" type="radio"/> Independent & Non Executive <input type="radio"/> Non Independent & Non Executive
* Name	:	Dato' Mohamed Azman bin Yahya
* Age	:	40
* Nationality	:	Malaysian
* Qualifications	:	Not applicable
* Working experience and occupation	:	Not applicable
* Directorship of public companies (if any)	:	Pengurusan Danaharta Nasional Berhad, Pharmanlaga Berhad Malaysian Airline System Berhad, Island & Peninsular Berhad PLUS Expressways Berhad, AE Multi Holdings Berhad, Symphony House Berhad, Scomi Group Berhad
* Family relationship with any director and/or major shareholder of the listed issuer	:	Nil
* Details of any interest in the securities of the listed issuer or its subsidiaries	:	Nil
* Composition of Audit Committee (Name and Directorate of members after change)	:	Tunku Tan Sri Dato' Seri Ahmad bin Tunku Yahaya (Independent & Non Executive)/Chairman Raja Tan Sri Muhammad Alias bin Raja Muhammad Ali (Independent & Non Executive) Michael Wong Kuan Lee (Independent & Non Executive) Tan Sri Datuk Dr. Ahmad Tajuddin bin Ali (Independent & Non Executive) Datuk Khatijah blnti Ahmad (Independent & Non Executive)
* Compliance of the Audit Committee with Paragraph 15.10 (1) (c) of the Listing Requirements (after change)	:	<input checked="" type="radio"/> Yes <input type="radio"/> No
Remarks	:	



Form Version 2.0

### Change in Audit Committee

Submitted by S DARBY on 28-02-2004 05:39:07 PM

Reference No SD-040226-38396

Submitting Merchant Bank (if applicable)	:	
Submitting Secretarial Firm Name (if applicable)	:	
* Company name	:	SIME DARBY BERHAD
* Stock name	:	SIME
* Stock code	:	4197
* Contact person	:	Nancy Yeoh Poh Yew
* Designation	:	Group Secretary
* Date of change	:	24-02-2004 <input checked="" type="checkbox"/> 16
* Type of change	:	Appointment
* Designation	:	Member of Audit Committee
* Directorate	:	<input type="radio"/> Executive <input checked="" type="radio"/> Independent & Non Executive <input type="radio"/> Non Independent & Non Executive
* Name	:	Datuk Khatijah binti Ahmad
* Age	:	64
* Nationality	:	Malaysian
* Qualifications	:	Degree in Economics from the London School of Economics & Political Science of the University of London
* Working experience and occupation	:	Executive Chairman of the KAF group of companies from 1973 to date
* Directorship of public companies (if any)	:	KAF Discounts Berhad, KAF-Seagroatt & Campbell Berhad
* Family relationship with any director and/or major shareholder of the listed issuer	:	Nil
* Details of any interest in the securities of the listed issuer or its subsidiaries	:	20,000 ordinary shares of RM0.50 each in Sime Darby Berhad
* Composition of Audit Committee (Name and Directorate of members after change)	:	Tunku Tan Sri Dato' Seri Ahmad bin Tunku Yahaya (Independent & Non Executive)/Chairman Raja Tan Sri Muhammad Alias bin Raja Muhammad Ali (Independent & Non Executive) Michael Wong Kuan Lee (Independent & Non Executive) Tan Sri Datuk Dr. Ahmad Tajuddin bin Ali (Independent & Non Executive) Datuk Khatijah binti Ahmad (Independent & Non Executive) <input checked="" type="radio"/> Yes <input type="radio"/> No
* Compliance of the Audit Committee with Paragraph 15.10 (1) (c) of the Listing Requirements (after change)	:	
Remarks	:	